

UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF GEORGIA  
VALDOSTA DIVISION

IN RE: :  
: :  
PERFECTLY PRISCILLA, LLC, : Chapter 11 Case No. 23-70575-JTL  
: :  
Debtor. : :  
: :  
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**FIRST MODIFICATION BEFORE CONFIRMATION TO THE SUBCHAPTER V PLAN  
OF REORGANIZATION OF THE DEBTOR**

Perfectly Priscilla, LLC Debtor and Debtor-in-Possession (“**Debtor**”) in the above-styled case, in accordance with Federal Rule of Bankruptcy Procedure 3019(a), files this *First Modification Before Confirmation to the Joint Subchapter V Plan of Reorganization of the Debtors* (the “**First Modification**”) to address and resolve the following:

1. the claim filed by the Internal Revenue Service (“**IRS**”) (Claim 10);
2. the *Objection to Confirmation* filed by the IRS (Dkt. No. 83); and
3. the *Objection to Confirmation* filed by the Subchapter V Trustee (Dkt. No. 84).

**Modifications to Plan**

4. **Modification of the Priority Claim of the Internal Revenue Service.** The Allowed Priority Tax Claim of the Internal Revenue Service in the estimated amount of **\$49,335.80**, shall be paid in accordance with Section III, Paragraph 6 of the Plan in equal monthly payments of \$1,023.00, such that the full balance of the Allowed Priority Tax Claim of the Internal Revenue Service is paid in full on or before June 9, 2028.

5. **Filing of Returns.** The Reorganized Debtor shall cause to be prepared and filed all federal, state, and local returns that are required to be filed by the Debtor that (i) have not been prepared or filed by the Effective Date or (ii) which fall due after the Effective Date.

6. **Debtor to Act as Disbursing Agent.** If the Plan is confirmed under 11 U.S.C. § 1191(b) (i.e., not confirmed as a consensual plan as defined by the Bankruptcy Code), then the Plan shall be implemented as follows, notwithstanding any other provision of the Bankruptcy Code:

- i. The Subchapter V Trustee will continue as a Subchapter V trustee, and retain all of the duties, powers, and rights of a Subchapter V trustee, through the satisfaction of all required payments to unsecured creditors in

Class 4, except that the Reorganized Debtor, rather than the Subchapter V Trustee, shall make all Plan payments (as permitted under 11 U.S.C. § 1194(b)) and pursuant to agreement with the Subchapter V Trustee given the size of the bankruptcy estate and the payment arrangements with each creditor.

- ii. On or before the 15<sup>th</sup> of each month following the Effective Date, the Reorganized Debtor shall provide to the Subchapter V Trustee evidence that Debtor has made all required Plan Payments for the previous month. Debtor shall continue providing such information to the Subchapter V Trustee through and including the issuance of the Final Decree.
- iii. Upon the completion of all payments to unsecured creditors in Class 4, the Reorganized Debtor may move for the entry of a discharge and Final Decree, all as provided in 11 U.S.C. § 1192.

7. The Projected Operating Budget, which is attached as Exhibit B to the Plan, is modified and replaced with the Operating Budget attached hereto as Exhibit B.

Respectfully submitted this 24h day of October 2023.

**STONE & BAXTER, LLP**

By: /s/ G. Daniel Taylor  
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**EXHIBIT B**  
(Budget)

**EXHIBIT B**  
**PPL 5-YEAR BUDGET**  
**(Bankr. M.D. Ga. 23-70575)**

Cash and Income	Jan-24	Feb-24	Mar-24	Apr-24	May-24	Jun-24	Jul-24	Aug-24	Sep-24	Oct-24	Nov-24	Dec-24	1-12 Mos.	13-24 Mos.	25-36 Mos.	
Beginning Cash Balance	\$7,500	\$2,027	\$1,554	\$832	\$5,859	\$10,886	\$6,163	\$1,440	(\$532)	\$2,495	\$5,522	\$13,299	\$7,500	\$11,076	\$23,921	
Sales	\$150,000	\$155,000	\$155,000	\$160,000	\$160,000	\$150,000	\$150,000	\$150,000	\$155,000	\$155,000	\$160,000	\$150,000	\$1,850,000	\$1,896,250	\$1,941,760	
<b>Total Income</b>	<b>\$150,000</b>	<b>\$155,000</b>	<b>\$155,000</b>	<b>\$160,000</b>	<b>\$160,000</b>	<b>\$150,000</b>	<b>\$150,000</b>	<b>\$150,000</b>	<b>\$155,000</b>	<b>\$155,000</b>	<b>\$160,000</b>	<b>\$150,000</b>	<b>\$1,850,000</b>	<b>\$1,896,250</b>	<b>\$1,941,760</b>	
<b>Operating Expenses</b>																
Bank Charges	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$6,000	\$6,180	\$6,335	
Digital Marketing	\$20,000	\$20,000	\$20,000	\$20,000	\$20,000	\$20,000	\$20,000	\$20,000	\$20,000	\$20,000	\$20,000	\$20,000	\$240,000	\$249,600	\$255,840	
Email Marketing	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$48,000	\$49,440	\$50,676	
SMS Marketing	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$48,000	\$49,440	\$50,676	
Shopify Platform Fee	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$30,000	\$30,900	\$31,673	
ShipHero Platform Fee	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$12,000	\$12,360	\$12,669	
Yotpo Loyalty Program	\$800	\$800	\$800	\$800	\$800	\$800	\$800	\$800	\$800	\$800	\$800	\$800	\$9,600	\$9,888	\$10,135	
SEO Optimization Consulting	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Payroll	\$13,820	\$13,820	\$13,820	\$13,820	\$13,820	\$13,820	\$13,820	\$13,820	\$13,820	\$13,820	\$13,820	\$13,820	\$165,836	\$170,811	\$175,935	
Payroll Taxes	\$1,337	\$1,337	\$1,337	\$1,337	\$1,337	\$1,337	\$1,337	\$1,337	\$1,337	\$1,337	\$1,337	\$1,337	\$16,039	\$16,520	\$16,933	
Inventory	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$360,000	\$370,800	\$381,924	
Dropship Expenses	\$40,000	\$40,000	\$40,000	\$40,000	\$40,000	\$40,000	\$40,000	\$40,000	\$40,000	\$40,000	\$40,000	\$40,000	\$480,000	\$494,400	\$506,760	
Insurance	\$266	\$266	\$266	\$266	\$266	\$266	\$266	\$266	\$266	\$266	\$266	\$266	\$266	\$3,192	\$3,288	\$3,370
Workers Comp.	\$472	\$472	\$472	\$472	\$472	\$472	\$472	\$472	\$472	\$472	\$472	\$472	\$472	\$5,664	\$5,834	\$5,980
Office Supplies	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$21,000	\$21,630	\$22,171	
Shipping Costs	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$180,000	\$185,400	\$190,035	
Data/Internet	\$400	\$400	\$400	\$400	\$400	\$400	\$400	\$400	\$400	\$400	\$400	\$400	\$400	\$4,800	\$4,944	\$5,068
Electrical Service	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$1,750	\$21,000	\$21,630	\$22,171
Warehouse Lease	\$4,815	\$4,815	\$4,815	\$4,815	\$4,815	\$4,815	\$4,815	\$4,815	\$4,815	\$4,815	\$4,815	\$4,815	\$4,815	\$57,780	\$59,513	\$61,001
Professionals	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$12,000	\$12,360	\$12,669	
Georgia Income Tax	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$500	\$6,000	\$6,180	\$6,335
Georgia Sales Tax	\$1,000	\$1,000	\$1,250	\$1,250	\$1,250	\$1,250	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,250	\$1,250	\$13,250	\$13,648	\$13,989
Other	\$2,100	\$2,100	\$2,100	\$2,100	\$2,100	\$2,100	\$2,100	\$2,100	\$2,100	\$2,100	\$2,100	\$2,100	\$2,100	\$25,200	\$25,500	\$25,500
<b>Total Expenses</b>	<b>\$147,009</b>	<b>\$147,009</b>	<b>\$147,259</b>	<b>\$147,259</b>	<b>\$147,259</b>	<b>\$147,009</b>	<b>\$147,259</b>	<b>\$147,259</b>	<b>\$147,259</b>	<b>\$147,259</b>						
<b>Net Cash from Operations, Incl. Beginning Cash</b>	<b>\$10,491</b>	<b>\$10,018</b>	<b>\$9,295</b>	<b>\$13,572</b>	<b>\$18,600</b>	<b>\$13,877</b>	<b>\$9,154</b>	<b>\$4,431</b>	<b>\$7,458</b>	<b>\$10,485</b>	<b>\$18,263</b>	<b>\$16,040</b>	<b>\$92,139</b>	<b>\$87,561</b>	<b>\$97,839</b>	
<b>Unclassified Administrative &amp; Priority Claims</b>																
Stone & Baxter	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$17,500	\$0	\$0	
Subchapter V Trustee	\$1,000	\$1,000	\$1,000	\$250	\$250	\$250	\$250	\$250	\$0	\$0	\$0	\$0	\$4,000	\$500	\$500	
Internal Revenue Service	\$1,023	\$1,023	\$1,023	\$1,023	\$1,023	\$1,023	\$1,023	\$1,023	\$1,023	\$1,023	\$1,023	\$1,023	\$12,271	\$12,271	\$12,271	
Georgia Department of Revenue	\$558	\$558	\$558	\$558	\$558	\$558	\$558	\$558	\$558	\$558	\$558	\$558	\$6,696	\$6,696	\$6,696	
[Reserved]	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
[Reserved]	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
[Reserved]	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
<b>Total Admin./Priority Claims</b>	<b>\$5,081</b>	<b>\$5,081</b>	<b>\$5,081</b>	<b>\$4,331</b>	<b>\$4,331</b>	<b>\$4,331</b>	<b>\$4,331</b>	<b>\$1,581</b>	<b>\$1,581</b>	<b>\$1,581</b>	<b>\$1,581</b>	<b>\$1,581</b>	<b>\$40,467</b>	<b>\$19,467</b>	<b>\$19,467</b>	
<b>Net Cash Avail. for Plan Pmts, Incl. Beginning Cash</b>	<b>\$5,410</b>	<b>\$4,937</b>	<b>\$4,215</b>	<b>\$9,242</b>	<b>\$14,269</b>	<b>\$9,546</b>	<b>\$4,823</b>	<b>\$2,851</b>	<b>\$5,878</b>	<b>\$8,905</b>	<b>\$16,682</b>	<b>\$14,459</b>	<b>\$51,672</b>	<b>\$68,094</b>	<b>\$78,372</b>	
<b>Plan Payments (See Sch. 2 for Assumptions)</b>																
Class 2: Shopify Capital	\$2,515	\$2,515	\$2,515	\$2,515	\$2,515	\$2,515	\$2,515	\$2,515	\$2,515	\$2,515	\$2,515	\$2,515	\$30,180	\$30,180	\$30,180	
Class 3: Small Business Administration	\$868	\$868	\$868	\$868	\$868	\$868	\$868	\$868	\$868	\$868	\$868	\$868	\$10,416	\$10,416	\$10,416	
Class 4: General Unsecured Creditors	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Class 5: Equity Class	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
<b>Total Plan Payments</b>	<b>\$3,383</b>	<b>\$40,596</b>	<b>\$40,596</b>	<b>\$40,596</b>												
<b>Net Cash, Including Beginning Cash</b>	<b>\$2,027</b>	<b>\$1,554</b>	<b>\$832</b>	<b>\$5,859</b>	<b>\$10,886</b>	<b>\$6,163</b>	<b>\$1,440</b>	<b>(\$532)</b>	<b>\$2,495</b>	<b>\$5,522</b>	<b>\$13,299</b>	<b>\$11,076</b>	<b>\$11,076</b>	<b>\$27,498</b>	<b>\$37,776</b>	
Less: Class 4 - Unsecured Payment														<b>\$3,576</b>	<b>\$16,421</b>	
Ending Cash														<b>\$11,076</b>	<b>\$23,921</b>	<b>\$21,354</b>
Disposable Income for Following Year's Unsecured Payment														<b>\$3,576</b>	<b>\$16,421</b>	<b>\$13,854</b>
Total Class for Distribution																<b>\$33,852</b>